

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

Chapter 11

NORTHWEST HARDWOODS, INC., *et al.*,¹

Case No. 20-13005 (CSS)

Debtors.

(Jointly Administered)

Re: Docket Nos. 15, 116 & 119

**NOTICE OF FILING OF SECOND SUPPLEMENT TO THE JOINT PREPACKAGED
CHAPTER 11 PLAN OF REORGANIZATION OF
NORTHWEST HARDWOODS, INC., AND ITS DEBTOR AFFILIATES**

On December 16, 2020, Northwest Hardwoods, Inc. and its affiliated debtors and debtors-in-possession (each, a “Debtor,” and collectively, the “Debtors”) filed that certain *Notice of Filing of Supplement to the Joint Prepackaged Chapter 11 Plan of Reorganization of Northwest Hardwoods, Inc., and Its Debtor Affiliates* [Docket No. 116] (the “Original Plan Supplement”) with the United States Bankruptcy Court for the District of Delaware (the “Bankruptcy Court”) in support of the *Joint Prepackaged Chapter 11 Plan of Reorganization of Northwest Hardwoods, Inc., and Its Debtor Affiliates* [Docket No. 15] (as may be amended, supplemented, or modified from time to time, the “Plan”).²

The Original Plan Supplement is hereby supplemented (as supplemented herein, together with the Original Plan Supplement, the “Plan Supplement”) to include the document set forth

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are: Northwest Hardwoods, Inc. (5401), Hardwoods Intermediate Holdings II, Inc. (7760), and Hardwoods Holdings, Inc. (3443). The location of the Debtors' service address in these chapter 11 cases is: 1313 Broadway, Suite 300, Tacoma, WA 98402.

² Capitalized terms used but not defined herein shall have the meanings ascribed to them in the Plan. On December 20, 2020, the Debtors filed a blacklined version of the Plan [Docket No. 119] indicating changes made to the Plan.

below. The contents of the Plan Supplement are integral to, part of and incorporated into the Plan. These documents have not yet been approved by the Bankruptcy Court. If the Plan is confirmed by the Bankruptcy Court, the documents contained in the Plan Supplement will be approved by the Bankruptcy Court pursuant to the Confirmation Order.

Exhibit	Plan Supplement Document
G	Form of Reorganized HHI Limited Liability Company Agreement ³

Certain documents, or portions thereof, contained in the Plan Supplement remain subject to continuing negotiations among the Debtors, the Required Consenting Stakeholders, the Exit ABL Agent, and the lenders party to the ABL Credit Agreement (the “Lenders”) and/or other interested parties with respect thereto and to the agreement and approval of the applicable parties. Subject to the terms and conditions of the Plan and the Restructuring Support Agreement, the Debtors reserve all rights to amend, revise, or supplement the Plan Supplement, and any of the documents and designations contained therein, at any time before the Effective Date of the Plan, or any such other date as may be provided for by the Plan or by order of the Bankruptcy Court. Each of the documents contained in the Plan Supplement or its amendments are subject to certain consent and approval rights to the extent provided in the Plan or the Restructuring Support Agreement.

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³ On or prior to the Effective Date, either (i) HHI will be converted into a Delaware limited liability company, or (ii) a newly formed Delaware limited liability company will be inserted above HHI. References to “Reorganized HHI” in this Plan Supplement are to the limited liability company referred to in either clause (i) or (ii). Accordingly, the Reorganized HHI Limited Liability Company Agreement will replace the New Shareholders Agreement and serve as the New Organizational Document for Reorganized HHI.

Dated: December 21, 2020
Wilmington, Delaware

/s/ Jacob D. Morton

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